

State of Hawai'i  
DEPARTMENT OF LAND AND NATURAL RESOURCES  
Division of Forestry and Wildlife  
Honolulu, Hawai'i 96813

November 10, 2011

Chairperson and Members  
Board of Land and Natural Resources  
State of Hawaii  
Honolulu, Hawai'i

Board Members:

**SUBJECT:** Consent to the merger of Hawai'i Island Land Trust, Kaua'i Public Land Trust, O'ahu Land Trust, and Maui Coastal Land Trust to form Hawaiian Islands Land Trust, as this merger relates to approval and contracts for three open Fiscal Year 2010 Legacy Land Conservation Program grant awards and one North American Wetland Conservation Act (NAWCA) award

**AND**

Consent to the merger of Hawai'i Island Land Trust, Kaua'i Public Land Trust, O'ahu Land Trust, and Maui Coastal Land Trust to form Hawaiian Islands Land Trust, as this merger relates to all prior-year closed grant awards through the State Legacy Land Conservation Program and all prior-year closed subgrant awards from the federal Recovery Lands Acquisition and National Coastal Wetland Conservation programs

**SUMMARY**

Pursuant to a written request from Hawaiian Islands Land Trust, DOFAW is requesting that the Board consent to a merger of four nonprofits into a single entity, to the extent that this merger affects three open Fiscal Year 2010 Legacy Land Conservation Program (LLCP) grant awards, one open North American Wetland Conservation Act (NAWCA) award, three closed LLCP grant awards and two closed Recovery Land Acquisition (RLA) and National Coastal Wetland Conservation (NCWC) federal subgrant awards.

**BACKGROUND**

Pursuant to Chapter 173A, Hawaii Revised Statutes, the Division awards funds annually to nonprofit land conservation organizations, State agencies, and counties for the

protection, through acquisition of land and conservation easements, of lands having value as a resource to the State.

The Division also regularly provides subgrants of federal land acquisition funds from the U.S. Fish and Wildlife Service (FWS) Recovery Land Acquisition (RLA), National Coastal Wetland Conservation (NCWC), and North American Wetland Conservation Act (NAWCA) programs to nonprofit land conservation organizations and county agencies for the acquisition of land.

On February 17, 2011, the Division received notice of the merger of four nonprofit organizations that have received past awards of grant funding from LLCP or RLA. Four nonprofit land trusts, including Hawai'i Island Land Trust, Kaua'i Public Land Trust, O'ahu Land Trust, and Maui Coastal Land Trust, have merged to form Hawaiian Islands Land Trust. According to a Dept. of Commerce and Consumer Affairs Certificate of Merger, the Hawaiian Islands Land Trust (HILT) became effective as of January 1, 2011. According to HILT's February 17, 2011, letter, the merger statute, under section §414D-204, Hawaii Revised Statutes, provides that the merged organization assumes all assets, liabilities and contractual obligations of the merging organizations. The letter and Articles of Merger and Certificate of Merger are attached to this submittal as Attachment 1.

## DISCUSSION

This request concerns three open LLCP grants, one open NAWCA grant, three closed LLCP grants, two closed RLA subgrants, and two closed NCWC subgrants.

### **Open LLCP and NAWCA awards**

At its March 11, 2010, meeting, the Board approved seven Legacy Land Conservation Program grants for Fiscal Year 2010 (FY10), including three grants to entities which have since merged into HILT:

- The Trust for Public Land and Oahu Land Trust, \$500,000 for the acquisition of a conservation easement over 107.73 acres on the Island of O'ahu, ahupua'a of Ka'alaea, in the Ko'olaupoko District, to be held by the Oahu Land Trust.
- Malu 'Aina Center for Non-Violent Education and Action and the Hawai'i Island Land Trust, \$231,788 for the acquisition of 11.14 acres on the Island of Hawai'i, Puna District; ten miles south of Hilo, makai side of Highway 11, with a conservation easement to be held by the Hawai'i Island Land Trust.
- Hawai'i Island Land Trust, \$35,000 for the acquisition of conservation easements over 6 acres on the Island of Hawai'i, Puna District; in Hawaiian Orchid Island Estates adjacent to Kahauale'e Natural Area Reserve.

The Board authorized the Chairperson to enter into contractual agreements and encumber FY10 funds with the listed grant recipients. Subsequent to this Board approval and the release of funds from the Governor, the Department executed three grant agreements for the above projects. In order to carry out HILT's request regarding the approved FY10 projects, the Department will need to work with the Department of the Attorney General to amend three grant agreements to reflect this merger.

Additionally, one open federal grant may be affected by the merger:

- Subgrant of funds from the federal NAWCA program to Kaua'i Public Land Trust for the Wetlands Acquisition and Restoration Project I, North Shore, Island of Kaua'i (N-1).

The Department recommends that it be authorized to work with the Department of the Attorney General to amend or re-execute agreements, if necessary, for the open federal subgrant.

#### **Closed LLCP, RLA, and NCWC awards**

In addition to the amendment of agreements for open grants, as requested by HILT, the Department recommends that it be authorized to work with the Department of the Attorney General to amend or re-execute grant agreements and sub-grant agreements for closed grants with the entities involved in the merger.

The following LLCP awards will be affected:

- Fiscal Year 2009 grant to Maui Coastal Land Trust: \$609,425 for the acquisition of an agricultural conservation easement over 27.44 acres, in Pupukea, North Shore, island of O'ahu, to be held by the North Shore Community Land Trust, for conservation of agricultural and open space values.
- Fiscal Year 2008 grant to Maui Coastal Land Trust: \$994,724 for the acquisition of 128 acres in Nu'u Makai, southeast shore, Maui, for the protection of coastal, wetland, habitat, historical, and cultural values.
- Fiscal Year 2006 grant to Maui Coastal Land Trust: \$1,100,000 for the acquisition of a conservation easement over 168 acres, Molokai's south-eastern shore, for the perpetual preservation of prime ranch and agricultural lands.

The following RLA and NCWC subgrants will be affected:

- Subgrant of funds from the federal RLA and NCWC programs to Maui Coastal Land Trust for Waihe'e Dunes (E-7-RL-1 & C-3-1)
- Subgrant of funds from the federal RLA and NCWC programs to Maui Coastal Land Trust for Nu'u Makai Wetlands (E-13-RL-1 & C-6-L-1)

Subsequent to HILT's request, the Division sought guidance from the FWS regarding appropriate action for awards disbursed under the RLA program. In a letter dated June 29, 2011, the FWS advised the Division to require an update to the grant agreement (or memorandum of agreement) and re-recording of the deed to ensure adequate protection of the FWS's interests.

In order to protect both State and federal interests in these closed grants, the Division recommends that the Board authorize staff to work with the Department of the Attorney General to require the re-recording of deed documents and the amendment or re-execution of grant agreements for all closed grants with the entities involved in the merger so that any remaining duties and responsibilities under these contracts are clearly assigned to HILT.

### RECOMMENDATIONS

That the Board:

- (1) Authorize the Chairperson to execute amendments to all open grants to Hawai'i Island Land Trust, Kaua'i Public Land Trust, O'ahu Land Trust, and Maui Coastal Land Trust, including Legacy Land Conservation Program grant agreements and North American Wetland Conservation Act subgrant agreements, indicating the Board's consent to the merger of these entities to form Hawaiian Islands Land Trust, subject to:
  - (A) The standard terms and conditions of the current amendment forms, as may be modified to reflect the Board's consent to this merger;
  - (B) Review and approval by the Department of the Attorney General; and
  - (C) Such other terms and conditions as may be prescribed by the Chairperson to best serve the interests of the State;
- (2) Authorize the Chairperson to re-execute or amend agreements for all closed grants to Hawai'i Island Land Trust, Kaua'i Public Land Trust, O'ahu Land Trust, and Maui Coastal Land Trust, including Legacy Land Conservation Program, National Coastal Wetland Conservation, Recovery Land Acquisition, and North American Wetland Conservation Act subgrant agreements, indicating the Board's consent to the merger of these entities to form Hawaiian Islands Land Trust; subject to:
  - (A) The standard terms and conditions of the current amendment forms, as may be modified to reflect the Board's consent to this merger;
  - (B) Review and approval by the Department of the Attorney General; and

(C) Such other terms and conditions as may be prescribed by the Chairperson to best serve the interests of the State; and,

- (3) Require Hawaiian Islands Land Trust to re-record respective deed documents for acquisitions that have received grants or subgrants through the Department and closed under its former entities (Hawai'i Island Land Trust, Kaua'i Public Land Trust, O'ahu Land Trust, and Maui Coastal Land Trust) to reflect the new name.

Respectfully submitted,



PAUL J. CONRY, Administrator  
Division of Forestry and Wildlife

APPROVED FOR SUBMITTAL:



WILLIAM J. AILA, JR., Interim Chairperson  
Board of Land and Natural Resources

ATTACHMENTS:

- Attachment 1: February 17, 2011, letter from Hawaiian Islands Land Trust
- Attachment 2: June 29, 2011, letter from the U.S. Fish and Wildlife Service
- Attachment 3: Draft amendment for consent to merger, as may be revised



**Board of Directors  
2011**

*President*  
Helen Nielsen

*Vice President*  
Bill Chase

*Secretary/Treasurer*  
Janice Lau Fergus

Richard Bennett

John Henshaw

Peter McKenney

Donna Howard

Peter Merriman

McD Philpotts

Jonathan Scheuer

David Shores

JoAnn Yukimura

**Island Offices**

Main Office – Maui  
808.244.5263

Hawaii Island  
808.430.4994

Kauai  
808.346.9419

Oahu  
808.497.1432

February 17, 2011

Molly Schmidt  
Coordinator, Legacy Land Conservation Program  
Department of Land and Natural Resources (DLNR)  
Legacy Land Conservation Program  
1151 Punchbowl Street, Room 325  
Honolulu, Hawai'i 96813

Re: Malu 'Aina Center for Nonviolent Education and Action;  
Kipuka Mosaic Project (Volcano);  
Fong Plantation Conservation Easement

Aloha Molly,

As you know, Hawaii Island Land Trust and Oahu Land Trust received three Legacy Land Conservation Program awards in 2010 for the above-captioned projects. On January 1, 2011, Hawaii Island Land Trust merged with Kauai Public Land Trust, Oahu Land Trust and Maui Coastal Land Trust to form Hawaiian Islands Land Trust.

The merger statute, Hawaii Revised Statutes Section §414D-204 provides that the merged organization assumes all assets, liabilities and contractual obligations of the merging organizations. We have enclosed copies of the Articles of Merger and the Certificate of Merger for your records.

Please make the necessary contract amendments that will allow us to invoice under the contracts entered into by the former Hawaii Island Land Trust and Oahu Land Trust. We thank you once again for your excellent work on behalf of the program, the people of Hawai'i, and the 'aina.

Sincerely,

Helen Nielsen  
President, Board of Directors

Dale B. Bonar  
Executive Director

Encl: Articles of Merger  
Certificate of Merger

STATE OF HAWAII  
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS  
Business Registration Division  
335 Merchant Street  
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810  
Phone No. (808) 588-2727

FILED 12/30/2010 12:12 PM  
Business Registration Division  
DEPT. OF COMMERCE AND  
CONSUMER AFFAIRS  
State of Hawaii

ARTICLES OF MERGER

(Section 414-315, 414D-203, 425-204, 425E-1107, 425-906, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, certify as follows:

1. The names and state of formation of the entities proposing to merge (including the survivor) are:

122700D2

(1) HAWAII ISLAND LAND TRUST - MALAMA KA 'AINA PULAMA NA MEA 'O IWI  
(Type/Print Name of Entity)

a (check one): ☐ Profit Corp. ☐ Professional Corp. ☒ Nonprofit Corp. ☐ General Partnership  
☐ Limited Partnership ☐ LLC ☐ LLP (If LLP must also check General Partnership) ☐ LLLP

formed under the laws of: HAWAII  
(State)

73787D2

(2) KAUAI PUBLIC LAND TRUST  
(Type/Print Name of Entity)

a (check one): ☐ Profit Corp. ☐ Professional Corp. ☒ Nonprofit Corp. ☐ General Partnership  
☐ Limited Partnership ☐ LLC ☐ LLP (If LLP must also check General Partnership) ☐ LLLP

formed under the laws of: HAWAII  
(State)

110338D2

(3) OAHU LAND TRUST  
(Type/Print Name of Entity)

a (check one): ☐ Profit Corp. ☐ Professional Corp. ☒ Nonprofit Corp. ☐ General Partnership  
☐ Limited Partnership ☐ LLC ☐ LLP (If LLP must also check General Partnership) ☐ LLLP

formed under the laws of: HAWAII  
(State)

121112D2

(4) MAUI COASTAL LAND TRUST  
(Type/Print Name of Entity)

a (check one): ☐ Profit Corp. ☐ Professional Corp. ☒ Nonprofit Corp. ☐ General Partnership  
☐ Limited Partnership ☐ LLC ☐ LLP (If LLP must also check General Partnership) ☐ LLLP

formed under the laws of: HAWAII  
(State)

01/03/2011 20023

2. The name, state of formation and address of the surviving entity is:

121112D2

MAUI COASTAL LAND TRUST

(Type/Print Name of Entity)

HAWAII

(State)

2371 VINEYARD STREET, WAILUKU, HAWAII 96793

(Type/Print Street Address)

3. The Plan of Merger has been approved in accordance with the applicable laws of each entity that is a party to this merger.

4. Check one:

- a. ☒ Changes to the organizing articles of the surviving entity to be effected by the merger are attached.  
b. ☐ The organizing articles of the surviving entity shall not be amended pursuant to this merger.

5. All entities party to this merger agree:

- a. That the surviving entity may be served with process in this State in any action or proceeding for the enforcement of any liability or obligation of any entity previously subject to suit in this State which is to merge, and irrevocably appoints the following as its agent to accept service of process in any such proceeding.

DALE B. BONAR, PH.D

(Name of Agent)

HAWAII

(State)

2371 VINEYARD STREET, WAILUKU, HAWAII 96793

(Street Address in Hawaii of Agent)

- b. For the enforcement of the right of any dissenting member, shareholder, or partner to receive payment for their interest against the surviving entity.

6. The merger is effective on the date and time of filing the Articles of Merger or at a later date and time, no more than 30 days after the filing, if so stated. Check one of the following statements:

☐ Merger is effective on the date and time of filing the Article of Merger.

☒ Merger is effective on JANUARY 1, 2011, at 12:01 a. m.,  
Hawaiian Standard Time, which date is not later than 30 days after the filing of the Articles of Merger.

01/03/201120023



We certify under the penalties of Section 414-20, 414D-12, 425-13, 425-172, 425E-208, and 428-1302, Hawaii Revised Statutes, as applicable, that we have read the above statements, we are authorized to sign this Articles of Merger, and that the above statements are true and correct.

Signed this 22ND day of DECEMBER, 2010

Surviving entity: MAUI COASTAL LAND TRUST

(Type/Print Entity Name)

  
(Signature)

Helen Nielsen, Board President

(Type/Print Name & Title)

Merging entity(s): HAWAII ISLAND LAND TRUST - MALAMA KA 'AINA PULAMA NA MEA 'OIIWI

(Type/Print Entity Name)

  
(Signature)

Michael Katz, Board President

(Type/Print Name & Title)

Merging entity(s): KAUAI PUBLIC LAND TRUST

(Type/Print Entity Name)

  
(Signature)

Barbara Robeson, Board Secretary

(Type/Print Name & Title)

Merging entity(s): OAHU LAND TRUST

(Type/Print Entity Name)

  
(Signature)

Howard Killian, Board President

(Type/Print Name & Title)

SEE INSTRUCTIONS ON REVERSE SIDE

01/03/2011 20023

We certify under the penalties of Section 414-20, 414D-12, 425-13, 425-172, 425E-208, and 428-1302, Hawaii Revised Statutes, as applicable, that we have read the above statements, we are authorized to sign this Articles of Merger, and that the above statements are true and correct

Signed this 22ND day of DECEMBER, 2010

Surviving entity: MAUI COASTAL LAND TRUST  
(Type/Print Entity Name)

\_\_\_\_\_  
(Signature) Helen Nielsen, Board President  
(Type/Print Name & Title)

Merging entity(s) HAWAII ISLAND LAND TRUST - MALAMA KA 'AINA PULAMA NA MEA 'O'IWI  
(Type/Print Entity Name)

Michael Katz  
(Signature) Michael Katz, Board President  
(Type/Print Name & Title)

Merging entity(s) KAUAI PUBLIC LAND TRUST  
(Type/Print Entity Name)

\_\_\_\_\_  
(Signature) Barbara Robeson, Board Secretary  
(Type/Print Name & Title)

Merging entity(s) OAHU LAND TRUST  
(Type/Print Entity Name)

\_\_\_\_\_  
(Signature) Howard Killian, Board President  
(Type/Print Name & Title)

SEE INSTRUCTIONS ON REVERSE SIDE

01/03/201120023

Dec 21 10 07:51a  
JAN 11 10 00:00

Barbara Robeson  
MAUI COASTAL LAND TRUST

1 808 826 4415  
008-242-9147

p.1  
p.1

FORM K-12  
7/2008

We certify under the penalties of Section 414-20, 414D-12, 425-13, 425-172, 425E-208, and 426-1302, Hawaii Revised Statutes, as applicable, that we have read the above statements, we are authorized to sign this Articles of Merger, and that the above statements are true and correct.

Signed this 22ND day of DECEMBER, 2010

Surviving entity: MAUI COASTAL LAND TRUST  
(Type Print Entity Name)

\_\_\_\_\_  
(Signature) Helen Nilsen, Board President  
(Type Print Name & Title)

Merging entity(s): HAWAII ISLAND LAND TRUST - MALAMA KA 'AINA PULAMA NA MEA 'OHIWI  
(Type Print Entity Name)

\_\_\_\_\_  
(Signature) Michael Katz, Board President  
(Type Print Name & Title)

Merging entity(s): KAUAI PUBLIC LAND TRUST  
(Type Print Entity Name)

Barbara M. Robeson  
(Signature) Barbara Robeson, Board Secretary  
(Type Print Name & Title)

Merging entity(s): OAHU LAND TRUST  
(Type Print Entity Name)

\_\_\_\_\_  
(Signature) Howard Miller, Board President  
(Type Print Name & Title)

SEE INSTRUCTIONS ON REVERSE SIDE

01/03/2011 20023

We certify under the penalties of Section 414-20, 414D-12, 425-13, 425-172, 425E-208, and 428-1302, Hawaii Revised Statutes, as applicable, that we have read the above statements, we are authorized to sign this Articles of Merger, and that the above statements are true and correct.

Signed this 22ND day of DECEMBER, 2010

Surviving entity MAUI COASTAL LAND TRUST

(Type Print Entity Name)

Helen Nielsen, Board President

(Type Print Name & Title)

Merging entity, HAWAII ISLAND LAND TRUST - MALAMA KA 'AINA PULAMA NA MEA OIWI

(Type Print Entity Name)

Michael Katz, Board President

(Type Print Name & Title)

Merging entity, KAUAI PUBLIC LAND TRUST

(Type Print Entity Name)

Barbara Robeson, Board Secretary

(Type Print Name & Title)

Merging entity, OAHU LAND TRUST

(Type Print Entity Name)

Howard Killian, Board President

(Type Print Name & Title)

SEE INSTRUCTIONS ON REVERSE SIDE

01/03/2011 20023

**ATTACHMENT TO ARTICLES OF MERGER  
Maui Coastal Land Trust (EIN: 99-0353223)**

**Article I. Corporate Name:**

The name of the corporation shall be Hawaiian Islands Land Trust.

**Article II. Principal Office and Mailing Address:**

The principal office shall be at 2371 Vineyard St., Wailuku, HI, 96793, with a mailing address of P.O. Box 965, Wailuku, Hawaii, 96793. The principal office may hereafter re-located to such other place within the State of Hawaii as shall be designated from time to time according to the By-Laws of the corporation.

**Article IV. Corporate Purposes: Paragraph 2:**

Such purposes shall include, but are not limited to, the acquisition, preservation and protection of conservation lands in the State of Hawaii in furtherance of the preservation of the integrity of the natural environment for the enjoyment of current and future generations.

**Article VII. Board of Directors: Paragraph 1:**

There shall be a Board of Directors consisting of not less than nine (9) or more than nineteen (19) persons. The number of directors may be changed as provided in the By-Laws. The Board of Directors shall, except as limited in the By-Laws, have all powers necessary and proper to carry out all of the activities of the corporation, and the directors may delegate such powers as they see fit, so long as such delegation is not prohibited by the By-Laws or by law.



## Department of Commerce and Consumer Affairs

### CERTIFICATE OF MERGER

I, KEALI'I S. LOPEZ, Interim Director of Commerce and Consumer Affairs of the State of Hawaii, do hereby certify that HAWAII ISLAND LAND TRUST - MALAMA KA 'AINA PULAMA NA MEA 'OIWI, a Hawaii nonprofit corporation, KAUAI PUBLIC LAND TRUST, a Hawaii nonprofit corporation and O'AHU LAND TRUST, a Hawaii nonprofit corporation have been merged with and into MAUI COASTAL LAND TRUST, a Hawaii nonprofit corporation; that the name of the surviving corporation is MAUI COASTAL LAND TRUST whose name has, pursuant to the Articles of Merger been changed to HAWAIIAN ISLANDS LAND TRUST; that the Articles of Merger in conformity with Chapter 414D, Hawaii Revised Statutes, was filed in the Department of Commerce and Consumer Affairs on December 30, 2010, and that the merger became effective on January 1, 2011, at 12:01 a.m.

IN WITNESS WHEREOF, I have hereunto  
set my hand and affixed the seal of the  
Department of Commerce and Consumer  
Affairs, at Honolulu, State of Hawaii, this  
3<sup>rd</sup> day of January, 2011

Interim Director of Commerce and Consumer  
Affairs





## United States Department of the Interior

FISH AND WILDLIFE SERVICE

911 NE 11<sup>th</sup> Avenue

Portland, Oregon 97232-4181



In Reply Refer to:  
FWS/R1/MBSP-WSFR

**JUN 29 2011**

Paul Conry, Administrator  
Division of Forestry and Wildlife  
1151 Punchbowl Street, Room 325  
Honolulu, Hawaii 96813

Dear Mr. Conry:

This responds to several email messages received from Ms. Molly Schmidt, Legacy Land Conservation Program Coordinator, seeking advice regarding effects of Federal Laws and policies related to the formation of a new Hawaiian Islands Land Trust (HILT). The HILT has been formed by merging the Maui Coast Land Trust (MCLT), Kauai Public Land Trust, Oahu Land Trust, and the (prior) Hawaii Island Land Trust.

We have concluded in order to ensure the Federal interest in two acquisitions (delineated below) is adequately vested, we request the MOAs or subgrantee agreements between the Department of Lands and Natural Resources (DOFAW) and MCLT be updated and the deed for each property be re-recorded to reflect the new Hawaiian Lands Trust entity.

The following information was factored into this conclusion:

The Waihee Dunes (E-7-RL-1 & C-3-1) and Nu'u Makai Wetlands (E-13-RL-1 & C-6-L-1) properties on Maui each received both Cooperative Endangered Species (CESCF, Section 6 Recovery Land Acquisition) and National Coastal Wetland Grant (NCWG) funding. The MCLT was the subgrantee to Department of Land and Natural Resources, Division of Forestry and Wildlife (DOFAW) at the time the properties were acquired and retained title. This is consistent with Federal Regulations (43 CFR § 12.71 Real Property).

43 CFR 12.71 (b) states "the grantee or subgrantee shall not dispose of the title or other interest. Since the MCLT no longer exists due to the merger, our interpretation is that constitutes disposal of the Waihee and Nu'u properties, which is inconsistent with this regulation.

We interpret Hawaii Revised Statute 414(d)-204 which reads "title to all real estate and other property owned by each corporation party to the merger is vested in the surviving corporation without reversion or impairment subject to any and all conditions to which the property was subject prior to the merger," as inadequate to protect the Service's interest in these properties in perpetuity. Updating the MOU and re-recording the deed will more adequately ensure these properties will be used for the originally authorized purpose as long as needed, without disposal or encumbrance of the title by the Subgrantee.

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IN AMERICA** 

Paul Corny, Administrator

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Thank you for your cooperation on this request. We really appreciate the efforts of your Department and the land trusts to conserve Hawaii's unique natural resources.

If you have any questions, please feel free to contact Heather Hollis (CESCF) at 503-231-2372 or Ruth Utzurum (NCWG) at 808-792-9571.

Sincerely,

A handwritten signature in black ink, appearing to read "J. Fredrick Caslick".

J. Fredrick Caslick, Ph.D.  
Chief, Wildlife and Sport Fish Restoration Program

cc:

Scott Fretz, DOFAW  
Molly Schmidt, DLNR  
Norma Creps, DOFAW  
Dale Bonar, Executive Director Hawaiian Islands Land Trust  
Heather Hollis, FWS  
Ruth Utzurum, FWS



**STATE OF HAWAII  
AMENDMENT NO. \_\_\_\_  
TO LEGACY LAND CONSERVATION PROGRAM  
GRANT AGREEMENT  
(CONTRACT NO. \_\_\_\_)**

This Amendment, entered into on \_\_\_\_\_, 20\_\_\_\_, by and between the BOARD OF LAND AND NATURAL RESOURCES, STATE OF HAWAII ("STATE"), by its Chairperson, whose address is 1151 Punchbowl Street, Honolulu, Hawaii 96813, and \_\_\_\_\_ ("AWARDEE"), a nonprofit corporation under the laws of the State of Hawaii, whose business address and federal and state taxpayer identification numbers are as follows:

\_\_\_\_\_  
*Federal and state taxpayer identification numbers*

**RECITALS**

A. WHEREAS, the STATE and the AWARDEE entered into a State of Hawaii Legacy Land Conservation Program Grant Agreement dated \_\_\_\_\_ (hereinafter referred to as the "Agreement"), whereby the AWARDEE agreed to the terms described in the Agreement; and

B. WHEREAS, on January 1, 2011, Hawaii Island Land Trust, Kauai Public Land Trust, Oahu Land Trust, and Maui Coastal Land Trust merged to form Hawaiian Islands Land Trust the parties now desire to amend the Agreement to reflect this merger.

NOW, THEREFORE, the STATE and the AWARDEE mutually agree to amend the Agreement as follows:

The Agreement is modified to change the name of the AWARDEE from \_\_\_\_\_  
to \_\_\_\_\_.

The Agreement is modified to change the business address and federal and state taxpayer identification numbers of AWARDEE from \_\_\_\_\_  
to \_\_\_\_\_.

The Agreement is modified to reflect the merger of \_\_\_\_\_ into Hawaiian Islands Land Trust and to reflect that pursuant to Section 414D-204, Hawaii Revised Statutes, Hawaiian Islands Land Trust has assumed all liabilities and obligations of \_\_\_\_\_.

The Scope of Performance set forth as Attachment 1 to the Agreement is hereby amended to change the name of the AWARDEE from "\_\_\_\_\_" to "Hawaiian Islands Land Trust" by deleting all references to "\_\_\_\_\_" and replacing them with "Hawaiian Islands Land Trust."

Exhibit A is hereby amended to change the name of the AWARDDEE from “\_\_\_\_\_” to “Hawaiian Islands Land Trust” by deleting all references to “\_\_\_\_\_” and replacing them with “Hawaiian Islands Land Trust.”

The entire Agreement, as amended herein, shall remain in full force and effect.

IN VIEW OF THE ABOVE, the parties execute this Amendment by their signatures, to be effective as of the date first above written.

STATE

\_\_\_\_\_  
Chairperson  
Board of Land and Natural Resources

AWARDEE

By \_\_\_\_\_

Its \_\_\_\_\_\*  
(Title)

APPROVED AS TO FORM:

\_\_\_\_\_  
Deputy Attorney General

\*Evidence of authority of the AWARDDEE's representative to sign this amended agreement for the AWARDDEE must be attached.

AWARDEE'S ACKNOWLEDGMENT

STATE OF HAWAII )  
 ) SS.  
\_\_\_\_ COUNTY OF \_\_\_\_\_)

On this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, did say that he/she is the \_\_\_\_\_ of \_\_\_\_\_, the AWARDEE named in the foregoing instrument, and that he/she is authorized to sign said instrument on behalf of the AWARDEE, and acknowledges that he/she executes said instrument as the free act and deed of the AWARDEE.

\_\_\_\_\_  
Notary Public, State of Hawaii

My commission expires: \_\_\_\_\_

Notary Seal Affixed:

\_\_\_\_\_